

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GEORGE HUMPHRYS, Individually)	Case No. 1:08-CV-2912-PAC
And On Behalf of All Others Similarly Situated,)	
)	
Plaintiff,)	
)	
v.)	
)	
TD Ameritrade Holding Corporation, and TD)	
Ameritrade, Inc., f.k.a. TD Waterhouse Investor)	
Services, Inc.,)	
)	
Defendants.)	

**NOTICE OF MOTION OF JANET JONES, AS TRUSTEE OF THE JONES LIVING
TRUST DATED 1/14/2002, MICHAEL JONES, AND MICHAEL McKAY FOR
APPOINTMENT AS LEAD PLAINTIFF AND APPROVAL OF SELECTION OF
COUNSEL**

PLEASE TAKE NOTICE that Janet Jones, as trustee of the Jones Living Trust Dated 1/14/2002, Michael Jones, and Michael McKay (collectively, "Movants"), by their counsel, will hereby move this Court on a date and at such time as may be designated by the Court, at 500 Pearl Street, New York, New York for an Order (filed herewith): (i) appointing Movants as Lead Plaintiff; (ii) approving the proposed Lead Plaintiff's selection of Girard Gibbs LLP to serve as Lead Counsel, Stueve Siegel Hanson LLP to serve as Co-Lead Counsel, and Seeger Weiss LLP to serve as Liaison Counsel; and (iii) granting such other and further relief as the Court may deem just and proper. In support of this Motion, the proposed Lead Plaintiff submit herewith a Memorandum of Law, [Proposed] Order, and the Declaration of Jonathan K. Levine and all exhibits attached thereto.

DATED: May 19, 2008

Respectfully submitted,

GIRARD GIBBS LLP

By: Jonathan K. Levine
Jonathan K. Levine (JL-8390)

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Proposed Co-Lead Counsel

Christopher A. Seeger (CS-4880)

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Proposed Liaison Counsel

CERTIFICATE OF SERVICE

I, Angeline C. Ellis, hereby certify that on May 19, 2008, I filed the following document(s):

NOTICE OF MOTION OF JANET JONES, AS TRUSTEE OF THE JONES LIVING TRUST DATED 1/14/2002, MICHAEL JONES, AND MICHAEL MCKAY FOR APPOINTMENT AS LEAD PLAINTIFF AND APPROVAL OF SELECTION OF COUNSEL and [PROPOSED] ORDER APPOINTING JANET JONES, AS TRUSTEE OF THE JONES LIVING TRUST DATED 1/14/2002, MICHAEL JONES, AND MICHAEL McKAY AS LEAD PLAINTIFF AND APPROVING LEAD PLAINTIFFS' SELECTION OF COUNSEL

By ECF (Electronic Case Filing): I e-filed the above-detailed document utilizing the United States District Court, Southern District of New York's mandated ECF service on May 19, 2008. Counsel of record are required by the Court to be registered e-filers, and as such are automatically e-served with a copy of the document(s) upon confirmation of e-filing.

I declare under penalty of perjury that the foregoing is true and correct.

Executed at San Francisco, CA May 19, 2008

_____/S/ Angeline C. Ellis

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

GEORGE HUMPHRYS, Individually) Case No. 1:08-CV-2912-PAC
And On Behalf of All Others Similarly Situated,)
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Plaintiff,)
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v.)
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TD Ameritrade Holding Corporation, and TD)
Ameritrade, Inc., f.k.a. TD Waterhouse Investor)
Services, Inc.,)
)
Defendants.

**[PROPOSED] ORDER APPOINTING JANET JONES, AS TRUSTEE OF THE JONES
LIVING TRUST DATED 1/14/2002, MICHAEL JONES, AND MICHAEL McKAY AS
LEAD PLAINTIFF AND APPROVING LEAD PLAINTIFFS' SELECTION OF
COUNSEL**

Upon consideration of the motions and supporting papers filed by the movants for lead plaintiff in the above-captioned actions and for good cause shown,

IT IS HEREBY ORDERED THAT:

1. The Motion Of Janet Jones, as trustee of the Jones Living Trust Dated 1/14/2002, Michael Jones, and Michael McKay, For Appointment As Lead Plaintiff And Approval Of Selection Of Counsel is **GRANTED**;

2. Class members Janet Jones, as trustee of the Jones Living Trust Dated 1/14/2002, Michael Jones, and Michael McKay, are hereby **APPOINTED** to serve as Lead Plaintiff in this action, pursuant to Section 21D(a)(3)(B) of the Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995.

3. The law firm of Girard Gibbs LPP is hereby **APPOINTED** to serve as Lead Counsel for the Class, pursuant to Section 21D(a)(3)(B) of the Exchange Act, 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995, in the above-captioned action.

4. The law firm of Stueve Siegel Hanson LPP is hereby **APPOINTED** to serve as Co-Lead Counsel for the Class, pursuant to Section 21D(a)(3)(B) of the Exchange Act, 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995, in the above-captioned action.

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5. The law firm of Seeger Weiss LPP is hereby **APPOINTED** to serve as Liaison Counsel for the Class, pursuant to Section 21D(a)(3)(B) of the Exchange Act, 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995, in the above-captioned action.

SO ORDERED.

DATED: _____, 2008

THE HONORABLE PAUL A. CROTTY
UNITED STATES DISTRICT JUDGE